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Labster ApS

Danneskiold-Samsøes Allé 41, 1434 København

Annual report

2017

Company reg. no. 34 45 78 08

The annual report have been submitted and approved by the general meeting on the 25 May 2018.

Mads Tvillinggaard Bonde
Chairman of the meeting

Contents

Notes to users of the English version of this document:

- To ensure the greatest possible applicability of this document, British English terminology has been used.
- Please note that decimal points remain unchanged from the Danish version of the document. This means that for instance DKK 146.940 is the same as the English amount of DKK 146,940, and that 23,5 % is the same as the English 23.5 %.

Management's report

The board of directors and the managing director have today presented the annual report of Labster ApS for the financial year 1 January to 31 December 2017.

The annual report has been presented in accordance with the Danish Financial Statements Act.

We consider the accounting policies used appropriate, and in our opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position as on 31 December 2017 and of the company's results of its activities in the financial year 1 January to 31 December 2017.

We are of the opinion that the management's review includes a fair description of the issues dealt with.

The annual report is recommended for approval by the general meeting.

Copenhagen, 25 May 2018

Managing Director

Mads Tvillinggaard Bonde

Board of directors

Mads Tvillinggaard Bonde

Michael Bodekær Jensen

Independent auditor's report

To the shareholders of Labster ApS

Opinion

We have audited the annual accounts of Labster ApS for the financial year 1 January to 31 December 2017, which comprise accounting policies used, profit and loss account, balance sheet and notes. The annual accounts are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 31 December 2017 and of the results of the company's operations for the financial year 1 January to 31 December 2017 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with international standards on auditing and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the below section "Auditor's responsibilities for the audit of the annual accounts". We are independent of the company in accordance with international ethics standards for accountants (IESBA's Code of Ethics) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these standards and requirements. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

The management's responsibilities for the annual accounts

The management is responsible for the preparation of annual accounts that give a true and fair view in accordance with the Danish Financial Statements Act. The management is also responsible for such internal control as the management determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the management is responsible for evaluating the company's ability to continue as a going concern, and, when relevant, disclosing matters related to going concern and using the going concern basis of accounting when preparing the annual accounts, unless the management either intends to liquidate the company or to cease operations, or if it has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the annual accounts

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report including an opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements may arise due to fraud or error and may be considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions made by users on the basis of the annual accounts.

Independent auditor's report

As part of an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark, we exercise professional evaluations and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement in the annual accounts, whether due to fraud or error, design and perform audit procedures in response to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than the risk of not detecting a misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of the internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company’s internal control.

- Evaluate the appropriateness of accounting policies used by the management and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of the management’s preparation of the annual accounts being based on the going concern principle and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may raise significant doubt about the company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the annual accounts or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents of the annual accounts, including the disclosures in the notes, and whether the annual accounts reflect the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in the internal control that we identify during our audit.

Statement on the management's review

The management is responsible for the management's review.

Our opinion on the annual accounts does not cover the management’s review, and we do not express any kind of assurance opinion on the management's review.

Independent auditor's report

In connection with our audit of the annual accounts, our responsibility is to read the management's review and in that connection consider whether the management's review is materially inconsistent with the annual accounts or our knowledge obtained during the audit, or whether it otherwise appears to contain material misstatement.

Furthermore, it is our responsibility to consider whether the management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we believe that the management's review is in accordance with the annual accounts and that it has been prepared in accordance with the requirements of the Danish Financial Statement Acts. We did not find any material misstatement in the management's review.

Copenhagen, 25 May 2018

Martinsen
State Authorised Public Accountants
Company reg. no. 32 28 52 01

Michael Marseen
State Authorised Public Accountant
MNE-nr. 32165

Company data

The company	Labster ApS Danneskiold-Samsøes Allé 41 1434 København	
	Company reg. no.	34 45 78 08
	Established:	12 March 2012
	Domicile:	
	Financial year:	1 January - 31 December 6th financial year
Board of directors	Mads Tvillinggaard Bonde Michael Bodekær Jensen	
Managing Director	Mads Tvillinggaard Bonde	
Auditors	Martinsen Statsautoriseret Revisionspartnerselskab Øster Allé 42 2100 København Ø	
	Phone	+45 35 38 48 88
	www.martinsen.dk	
Parent company	Labster Group ApS	
Subsidiary	Labster Inc., USA	

Management's review

The principal activities of the company

Like previous years, the principal activities are developing software.

Development in activities and financial matters

The gross loss for the year is DKK -802.000 against DKK 348.000 last year. The results from ordinary activities after tax are DKK -17.187.000 against DKK -11.252.000 last year. The management consider the results satisfactory.

Accounting policies used

The annual report for Labster ApS is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B enterprises. Furthermore, the company has chosen to comply with some of the rules applying for class C enterprises.

Changes in the accounting policies used

In order to give a more true and fair view of the company's revenues, our accounting practice have been changed so sold licenses are now accrued over the period they relate to.

The change has increased results for the year with 342.328 kr. (2016 reduced with -5.895.544 kr.), increased liabilities with 12.672.463 kr. (31 December 2016 increased with 13.014.791 kr.) and reduced equity with -12.672.463 kr. (31 December 2016 reduced with -13.014.791 kr.).

Except from the above, the accounting policies used are unchanged compared to last year.

The comparative figures have been adjusted to the changed accounting policies.

Recognition and measurement in general

Income is recognised in the profit and loss account concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs, these including depreciation, amortisation, writedown, provisions, and reversals which are due to changes in estimated amounts previously recognised in the profit and loss account are recognised in the profit and loss account.

Assets are recognised in the balance sheet when the company is liable to achieve future, financial benefits and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the company is liable to lose future, financial benefits and the value of the liability can be measured reliably.

At the first recognition, assets and liabilities are measured at cost. Later, assets and liabilities are measured as described below for each individual accounting item.

At recognition and measurement, such predictable losses and risks are taken into consideration, which may appear before the annual report is presented, and which concerns matters existing on the balance sheet date.

The profit and loss account

Gross loss

The gross loss comprises the net turnover and external costs.

The net turnover comprises the value of services provided during the year, including outlay for customers less VAT and price reductions directly associated with the sale.

Accounting policies used

The turnover is recognised in the profit and loss account when the sale has been completed. This is generally considered to be the case when:

- The service has been provided before the end of the financial year
- There is a binding sales agreement
- The sales price has been determined
- The payment has been received, or it can with reasonable assurance be expected to be received.

Hereby, it is ensured that recognition does not take place until the total income and costs as well as the scope of completion on the balance sheet date can be determined reliably, and when it is likely that the economic benefits, including payments, will be received by the enterprise.

Other external costs comprise costs for distribution, sales, advertisement, administration, premises, loss on debtors, and operational leasing costs.

Grants

Public grants comprise grants to financing of the product development and is recognized directly in the account by set-off against product development costs, the grants relate to.

Staff costs

Staff costs include salaries and wages including holiday allowances, pensions and other costs for social security etc. for staff members. Staff costs are less public reimbursements.

Depreciation, amortisation and writedown

Depreciation, amortisation and writedown comprise depreciation on, amortisation of and writedown relating to intangible and tangible fixed assets respectively.

Net financials

Net financials comprise interest, realised and unrealised capital gains and losses concerning financial assets and liabilities, amortisation of financial assets and liabilities, additions and reimbursements under the Danish tax prepayment scheme, etc. Financial income and expenses are recognised in the profit and loss account with the amounts that concerns the financial year.

Tax of the results for the year

The tax for the year comprises the current tax for the year and the changes in deferred tax, and it is recognised in the profit and loss account with the share referring to the results for the year and directly in the equity with the share referring to entries directly on the equity.

The company is subject to the Danish legislation concerning compulsory joint taxation with the Danish group enterprises.

The current Danish corporate tax is allocated among the jointly taxed companies in proportion to their respective taxable income (full allocation with reimbursement of tax losses).

Accounting policies used

The balance sheet

Intangible fixed assets

Development projects, patents, and licences

Development costs comprise e.g. salaries, wages, and amortisation which directly refer to the development activities.

Clearly defined and identifiable development projects are recognised as intangible fixed assets provided that the technical feasibility, sufficient resources, and a potential market or a development opportunity can be demonstrated, and provided that it is the intention to produce, market or utilise the project. It is, however, a condition that the cost can be calculated reliably and that a sufficiently high degree of certainty indicates that future earnings will cover the costs for production, sales, and administration. Other development costs are recognised in the profit and loss account concurrently with their realisation.

Development costs recognised in the balance sheet are measured at cost with deduction of accrued depreciation and writedown.

After completion of the development work, capitalised development costs are amortised on a straight line basis over the estimated financial useful life. Usually, the amortisation period is 7-10 years.

Tangible fixed assets

Tangible fixed assets are measured at cost with deduction of accrued depreciation and writedown.

The basis of depreciation is cost with deduction of any expected residual value after the end of the useful life of the asset. The amortisation period and the residual value are determined at the acquisition date and reassessed annually. If the residual value exceeds the book value, the amortisation discontinues.

The cost comprises the acquisition cost and costs directly attached to the acquisition until the time when the asset is ready for use.

Depreciation takes place on a straight line basis and based on an evaluation of the expected useful life:

	Useful life
Other plants, operating assets, fixtures and furniture	*3-5 years*

Minor assets with an expected useful life of less than 1 year are recognised as costs in the profit and loss account in the year of acquisition.

Accounting policies used

Profit or loss deriving from the sales of tangible fixed assets is measured as the difference between the sales price reduced by the selling costs and the book value at the time of the sale. Profit or losses are recognised in the profit and loss account as other operating income or other operating expenses.

Financial fixed assets

Equity investments in group enterprise and associated enterprise

Equity investments in group enterprise and associated enterprise are recognised in the balance sheet at a proportional share under the equity method, the value being calculated on the basis of the accounting policies of the parent company by the deduction or addition of unrealised intercompany profits and losses, and with the addition or deduction of residual value of positive or negative goodwill measured by applying the acquisition method.

Group enterprises and associated enterprises with negative equity are recognised without any value, and to the extent they are considered irrevocable, amounts owed by these companies are written down by the parent's share of the equity. If the negative equity exceeds the debtors, the residual amount is recognised under liability provisions to the extent the parent has a legal or actual liability to cover the negative equity of the subsidiary.

To the extent the equity exceeds the cost, the net revaluation of equity investments in group enterprise and associated enterprise are transferred to the reserves under the equity for net revaluation as per the equity method. Dividend from group enterprise expected to be decided before the approval of this annual report are not subject to a limitation of the revaluation reserves. The reserves are adjusted by other equity movements in group enterprise and associated enterprise.

Newly taken over or newly established companies are recognised in the annual accounts as of the time of acquisition. Sold or liquidated companies are recognised at the time of cession.

Profit or loss in connection with the sale of group enterprise and associated enterprise are measured as the difference between the sales amount and the book value of net assets at the time of the sale, inclusive of remaining consolidated goodwill and expected costs for sale and cession. Profit and loss are recognised in the profit and loss account under net financials.

In connection with the acquisition of new group enterprises and associated enterprises, the acquisition method is applied, by which the acquirees' assets and liabilities are measured at fair value at the time of acquisition. Provisions for payment of costs for decided restructuring activities in the acquirees in relation to the acquisition are recognised. The tax effect of the revaluations carried out is taken into consideration.

Accounting policies used

Positive differences (goodwill) between cost and fair value of identifiable, acquired assets and liabilities, inclusive of liability provisions for restructuring, are recognised under equity investments in group enterprise and associated enterprise, and they are amortised over their estimated useful life. The useful life is determined on the basis of the management's experience with the individual business areas. The amortisation period is maximum 20 years, being the longer for strategical acquirees with a strong market position and a long-range earnings potential. The book value of goodwill is evaluated currently and written down in the profit and loss account in those cases where the book value exceeds the expected future net income from the enterprise or the activity, to which the goodwill is attached.

Debtors

Debtors are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, writedown takes place at the net realisable value.

Accrued income and deferred expenses

Accrued income and deferred expenses recognised under assets comprise incurred costs concerning the next financial year.

Available funds

Available funds comprise cash at bank and in hand.

Equity

Reserves for development costs

Reserves for development costs comprise recognised development costs with deduction of related deferred tax liabilities. The reserves can not be used as dividend or for payment of losses. The reserves are reduced or dissolved if the recognised development costs are amortised or abandoned. This takes place by direct transfer to the distributable reserves of the equity.

Corporate tax and deferred tax

Current tax receivable and tax liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on previous years' taxable income and prepaid taxes. Tax receivable and tax liabilities are set off to the extent that legal right of set-off exists and if the items are expected to be settled net or simultaneously.

According to the rules of joint taxation, Labster ApS is unlimited, jointly and severally liable towards the Danish tax authorities for the total corporation tax, including withholding tax on interest, royalties and dividends, arising within the jointly taxed group of companies.

Deferred tax is measured on the basis of all temporary differences in assets and liabilities with a balance sheet focus.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation on the balance sheet date and prevailing when the deferred tax is expected to be released as current tax.

Accounting policies used

Liabilities

Mortgage debt and bank debt are for instance measured at amortised cost. As to cash loans, this corresponds to the outstanding debt of the loan. For bond loans, the amortised cost corresponds to an outstanding debt calculated as the underlying cash value at the date of borrowing adjusted by amortisation of the market value adjustment on the date of the borrowing carried out over the repayment period.

Other liabilities are measured at amortised cost which usually corresponds to the nominal value.

Accrued expenses and deferred income

Received payments concerning income during the following years are recognised under accrued expenses and deferred income.

Profit and loss account 1 January - 31 December

All amounts in DKK.

Note		2017	2016
	Gross loss	**-801.515**	**348.207**
1	Staff costs	-12.284.481	-10.246.004
	Amortisation and writedown relating to intangible fixed assets	-1.441.292	-713.618
	Operating profit	**-14.527.288**	**-10.611.415**
	Other financial income	117.317	66.224
	Writedown relating to financial assets	-2.831.847	0
	Other financial costs	-2.414.986	-2.591.009
	Results before tax	**-19.656.804**	**-13.136.200**
2	Tax on ordinary results	2.470.236	1.883.861
	Results from ordinary activities after tax	**-17.186.568**	**-11.252.339**
	Results for the year	**-17.186.568**	**-11.252.339**
	Proposed distribution of the results:		
	Allocated to other reserves	9.627.959	7.482.245
	Allocated from results brought forward	-26.814.527	-18.734.584
	Distribution in total	**-17.186.568**	**-11.252.339**

Balance sheet 31 December

All amounts in DKK.

Note	**Assets**	2017	2016
	Fixed assets		
3	Completed development projects, including patents and similar rights arising from development projects	10.969.184	7.274.169
4	Development projects in progress and prepayments for intangible fixed assets	8.825.575	3.319.064
	Intangible fixed assets in total	19.794.759	10.593.233
5	Other plants, operating assets, and fixtures and furniture	0	0
	Tangible fixed assets in total	0	0
6	Equity investment in group enterprise	0	0
	Financial fixed assets in total	0	0
	Fixed assets in total	**19.794.759**	**10.593.233**
	Current assets		
	Trade debtors	1.037.310	1.789.974
7	Receivable corporate tax	2.470.236	1.883.853
	Other debtors	2.071.683	2.999.206
	Accrued income and deferred expenses	510.282	990.022
	Debtors in total	6.089.511	7.663.055
	Available funds	69.793	2.708.378
	Current assets in total	**6.159.304**	**10.371.433**
	Assets in total	**25.954.063**	**20.964.666**

Balance sheet 31 December

All amounts in DKK.

Note	Equity and liabilities	2017	2016
	Equity		
8	Contributed capital	240.000	240.000
9	Reserve for development expenditure	17.110.204	7.482.245
10	Results brought forward	-31.533.216	-24.318.689
	Equity in total	**-14.183.012**	**-16.596.444**
	Liabilities		
	Bank debts	19.466.515	18.861.754
	Long-term liabilities in total	19.466.515	18.861.754
11	Liabilities	0	900.000
	Bank debts	2.704.697	259.278
	Prepayments received from customers	13.852.463	14.234.791
	Trade creditors	2.045.604	1.756.682
	Other debts	2.067.796	1.548.605
	Short-term liabilities in total	20.670.560	18.699.356
	Liabilities in total	**40.137.075**	**37.561.110**
	Equity and liabilities in total	**25.954.063**	**20.964.666**

12 Mortgage and securities

13 Contingencies

Notes

All amounts in DKK.

		2017	2016
1.	**Staff costs**		
	Salaries and wages	11.776.464	9.988.568
	Other costs for social security	73.177	62.290
	Other staff costs	434.840	195.146
		12.284.481	**10.246.004**
	Average number of employees	26	27
2.	**Tax on ordinary results**		
	Tax of the results for the year, parent company	-2.470.236	-1.883.853
	Adjustment of tax for previous years	0	-8
		-2.470.236	**-1.883.861**
3.	**Completed development projects, including patents and similar rights arising from development projects**		
	Cost opening balance	8.208.731	1.969.179
	Additions during the year	5.136.306	6.239.551
	Cost closing balance	**13.345.037**	**8.208.730**
	Amortisation and writedown opening balance	-934.561	-220.943
	Amortisation for the year	-1.441.292	-713.618
	Amortisation and writedown closing balance	**-2.375.853**	**-934.561**
	Book value closing balance	**10.969.184**	**7.274.169**
4.	**Development projects in progress and prepayments for intangible fixed assets**		
	Cost opening balance	3.319.063	1.799.304
	Additions during the year	10.642.818	7.759.311
	Disposals during the year	-5.136.306	-6.239.551
	Cost closing balance	**8.825.575**	**3.319.064**
	Book value closing balance	**8.825.575**	**3.319.064**

Notes

All amounts in DKK.

		31/12 2017	31/12 2016
5.	**Other plants, operating assets, and fixtures and furniture**		
	Cost opening balance	18.031	18.031
	Cost closing balance	**18.031**	**18.031**
	Depreciation and writedown opening balance	-18.031	-18.031
	Depreciation and writedown closing balance	**-18.031**	**-18.031**
6.	**Equity investment in group enterprise**		
	Additions during the year	0	0
	Cost closing balance	**0**	**0**
	Book value closing balance	**0**	**0**

Group enterprise:

	Domicile	**Share of ownership**
Labster Inc.	USA	100 %

7. Receivable corporate tax

The company uses the danish tax credit rules and has thus utilized tax value of research and development costs.

The tax value of not recognised tax asset amounts to T.DKK 2.644.

		31/12 2017	31/12 2016
8.	**Contributed capital**		
	Contributed capital opening balance	240.000	240.000
		240.000	**240.000**

The company has issued warrants to employees, the Managing Director and the Board of Directors. The warrant gives right to a maximum of 12.632 kr. nominal B shares during the period 1 December to 31 December 2020.

Notes

All amounts in DKK.

		31/12 2017	31/12 2016
9.	**Reserve for development expenditure**		
	Reserve for development expenditure opening balance	7.482.245	0
	Transferred from results brought forward	9.627.959	7.482.245
		17.110.204	**7.482.245**
10.	**Results brought forward**		
	Results brought forward opening balance	-24.318.689	1.535.142
	Adjustment due to changed procedures	0	-7.119.247
	Profit or loss for the year brought forward	-26.814.527	-18.734.584
	Grants from Parent Company	19.600.000	0
		-31.533.216	**-24.318.689**

11. Liabilities

	Instalments first year	Outstanding debt after 5 years	Debt in total 31 Dec 2017	Debt in total 31 Dec 2016
Bank debts	0	9.270.977	19.466.515	19.761.754
	0	**9.270.977**	**19.466.515**	**19.761.754**

12. Mortgage and securities

For credit institutions, T.DKK 22.170, the company has provided security in form of company assets representing a nominal value of T.DKK 25.900. This security comprises the below assets, stating the book values:

Goodwill and Intangible fixed assets	T.DKK 19.795
Operating equipment	T.DKK 0
Propellants	T.DKK 0
Inventories	T.DKK 0
Debtors	T.DKK 9.701

Notes

All amounts in DKK.

13. Contingencies

Contingent liabilities

The company has no contingent liabilities per. 31 December 2017.

Joint taxation

Labster Group ApS, company reg. no 38597183 being the administration company, the company is subject to the Danish scheme of joint taxation and unlimited jointly and severally liable with the other jointly taxed companies for the total corporation tax.

The company is unlimited jointly and severally liable with the other jointly taxed companies for any obligation to withhold tax on interest, royalties and dividends.

The total tax payable under the joint taxation amounts to DKK 0.

Any subsequent adjustments of corporate taxes or withheld taxes etc. may cause changes in the company's liabilities.

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"Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument."

Mads Tvillinggaard Bonde
Direktør
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Michael Marseen
Statsautoriseret revisor
På vegne af: Martinsen Statsautoriseret Revisionspartnerselskab
Serienummer: CVR:32285201-RID:1255073506032
IP: 77.233.240.146
2018-06-01 08:05:19Z
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